

**UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re)	Chapter 11
)	
RESIDENTIAL CAPITAL, LLC, et. al.)	Case No. 12-12020 (MG)
)	
Debtors.)	(Jointly Administered)
)	
)	Docket Ref. Nos. 530, 874, 1060, 1342 & 1899

**FOURTH SUPPLEMENTAL DECLARATION OF
HARVEY R. KELLY OF ALIXPARTNERS, LLP AS
FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS OF RESIDENTIAL CAPITAL, LLC, ET AL.**

I, Harvey R. Kelly, declare, pursuant to section 1746 of title 28 of the United States Code, as follows:

1. I am a managing director of AlixPartners, LLP (together with its parent and subsidiary-affiliates, “**AlixPartners**”), which has a place of business at 2000 Town Center, Suite 2400, Southfield, Michigan 48075.

2. Except as otherwise noted, I have personal knowledge of the matters set forth herein and, if called as a witness, would testify competently thereto.

3. I am filing this fourth supplemental declaration to supplement my original declaration (the “**Original Declaration**”), executed on June 27, 2012, my supplemental declaration (the “**Supplemental Declaration**”), executed on July 23, 2012, the *Supplemental Declaration of Alan D. Holtz*, executed on August 8, 2012, my second supplemental declaration (the “**Second Supplemental Declaration**”), executed on September 4, 2012, and my third supplemental declaration executed on October 12, 2012 (the “**Third Supplemental Declaration**”), all in support of the application (the “**Application**”), dated June 27, 2012, of the Official Committee of Unsecured Creditors of Residential Capital, LLC, et al. (the

“**Committee**”) for entry of an order authorizing the Committee to employ and retain AlixPartners as financial advisors pursuant to sections 328 and 1103 of chapter 11 of title 11 of the Bankruptcy Code and under the terms and conditions set forth in the Application.

4. On August 10, 2012, this Court entered an Order Authorizing the Retention and Employment of AlixPartners, LLP as Financial Advisor to the Committee *Nunc Pro Tunc* to May 21, 2012 (the “**Retention Order**”). The Retention Order requires that AlixPartners file a supplemental declaration and give notice of any increases in rates.

5. Accordingly, AlixPartners hereby discloses that effective January 1, 2013, AlixPartners’ hourly billing rates will change to the following range of rates based on level of professional:

Level	US
Managing Director	\$850 - 1,010
Director	\$645 - 790
Vice President	\$475 - 575
Associate	\$325 - 420
Analyst	\$280 - 310
Paraprofessional	\$215 - 235

6. The rate increase is a standard annual adjustment to account for the increased costs of running AlixPartners’ business, and to reflect increased quality and efficiencies. The Committee has received notice of and approved the rate increase.

7. AlixPartners continues to reserve the right to supplement its disclosures in the event that AlixPartners discovers any facts bearing on matters regarding AlixPartners’ employment by the Committee. If any new material relevant facts or relationships are

discovered or arise, AlixPartners will promptly file a supplemental declaration pursuant to Bankruptcy Rule 2014(a).

I declare under penalty of perjury pursuant to 28 U.S.C. §1746 that the foregoing is true and correct.

/s/ **Harvey R. Kelly**

Harvey R. Kelly

Dated this 15th day of February, 2013